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THE UNCANNY X-MEN

THE DAY
REALITY
WENT
WILD!



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Cyclops. Storm. Banshee. Nightcrawler. Wolverine. Colossus. Children of the atom, students of Charles Xavier, **MUTANTS**—feared and hated by the world they have sworn to protect. These are the **STRANGEST** heroes of all!

Stan Lee
PRESENTS:

THE UNCANNY X-MEN!

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The action of the **TIGER!**

EVER HEAR A
CITY SCREAM?

NOT JUST THE
PEOPLE, BUT THE
CITY ITSELF—THINGS
ANIMATE AND
INANIMATE, LIVING
AND UNLIVING,
FROM COCKROACHES
TO COBBLESTONES,
FROM THE TOP OF
THE HIGHEST SKY-
SCRAPER TO THE
BOTTOM OF THE
LOWEST SUB-
BASEMENT!

ALL LET
LOOSE AT ONCE
WITH A GREAT,
PRIMAL CRY OF
FEAR AND AGONY,
AS THE FABRIC OF
ITS COLLECTIVE
REALITY TWISTS
AND TEARS
AND FINALLY
UNRAVELS
BEFORE THE
IRRISISTABLE
POWER OF ONE
MAD MUTANT.

SUCH WAS EDINBURGH, CAPITAL
OF SCOTLAND, ON THE DAY
PROTEUS CAME TO TOWN.

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AND IN THE PRETERNATURALLY CALM CENTER OF THAT MAELSTROM, HELPLESS TO STOP WHAT'S HAPPENING, IS MOIRA MacTIGERT. PROTEUS IS HER SON, BUT THE BODY HE NOW INHABITS IS THAT OF HER ESTRANGED HUSBAND, JOE-- PROTEUS' FATHER.



WHY ARE YOU DOING THIS?! THESE PEOPLE HAVE DONE YOU NO HARM! FOR PITY'S SAKE, LET THEM BE!

THEY ARE HUMAN, MOIRA. THEY MUST BE TAUGHT WHO IS MASTER.

NOT FAR AWAY ARE THE UNCANNY X-MEN-- WHO'VE FOUGHT PROTEUS TWICE SINCE HIS ESCAPE FROM MUIR ISLAND.



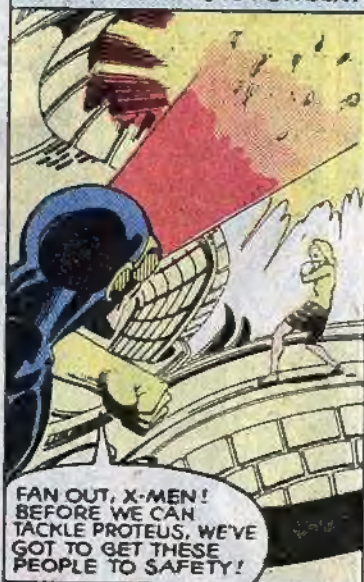
THEY'VE YET TO DEFEAT HIM.

AT THE MOMENT, THE CLOSER THEY GET TO THEIR QUARRY, THE CRAZIER EVERYTHING SEEMS TO GET.



IT'S IMPOSSIBLE! THAT WALL'S-- ATTACKING ME!

WITHOUT BREAKING STRIDE, CYCLOPS OPENS HIS RUBY QUARTZ VISOR A CRACK-- AND CRIMSON BEAMS LASH OUT FROM HIS EYES, BLASTING THE TUMBLING BRICKS TO POWDER.



FAN OUT, X-MEN! BEFORE WE CAN TACKLE PROTEUS, WE'VE GOT TO GET THESE PEOPLE TO SAFETY!

SO, EACH IN THEIR OWN, UNIQUE WAY, THE X-MEN DO JUST THAT-- BEGINNING WITH PHOENIX...



...WHO PUTS HER TELEKINETIC TALENTS TO GOOD USE.

THE MORE PROTEUS USES HIS POWER, THE STRONGER HE GETS. SOON, HE'LL BE UNBEATABLE!

HANG ON, LIEBCHEN.



YOU-- YOU'RE BLUE!

YOU NOTICED? NIGHTCRAWLER'S THE NAME, SWASH-BUCKLING'S THE GAME-- AGILITY IS MY SPECIALTY.

GOSH.

ELSEWHERE, STORM, THE
MUTANT MISTRESS OF
WEATHER, HAS HER
HANDS FULL...

PROTEUS' REALITY WARP IS TRANSFORMING
THAT STOREFRONT INTO REAL BEES! THEY'RE
SWARMING, ATTACKING ANYTHING THAT
MOVES!

IF I DO NOT
ACT AT ONCE,
THESE PEOPLE
WILL SUFFER
A TERRIBLE,
AGONIZING
DEATH.

AND YET, I DO NOT WISH TO
HURT THESE BEES. EITHER--
ANYMORE THAN I HAVE TO.

THEY SHOULD
NOT HAVE TO
PAY THE PRICE
FOR THEIR
CREATOR'S
MADNESS.

I'LL GENERATE A WIND TO
BLOW THE BEES BACK INTO
THE SHOP, AND AT THE SAME
TIME LOWER THE AIR
TEMPERATURE. BEES DON'T
LIKE THE COLD-- THEY
SHOULD GO INTO
HIBERNATION.

M-MIKE--
THE WIND,
THE BEES ARE
BLOWING
AWAY!

IT--IT'S A
MIRACLE!

AND, JUST DOWN THE STREET...

WATCH IT,
GRANNY!

I'M FIGHTIN'
IT... BUT I'M
STARTIN' TO
COME UNGLUED
INSIDE, JUST
LIKE I DID
WHEN PROTEUS
ZAPPED ME
THIS MORNIN'.

*LAST ISSUE.--ROG.

WHEN PROTEUS SCREWS UP
REALITY, IT DRIVES MY SENSES
CRAZY--AN' THEN MY CLAWS.
MY STRENGTH--NONE OF 'EM
DO ANY GOOD!

HUH?!
THE
GROUND'S
RISIN' UP!

RELAX,
WOLVERINE.
I'VE GOT
YOU.

IT'S
POLARIS--
USIN' HER
MAGNETIC
POWERS TO
FLY ME TO
SAFETY!

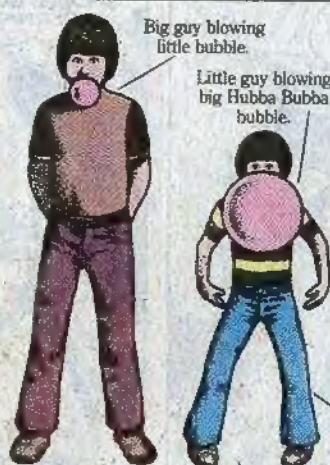
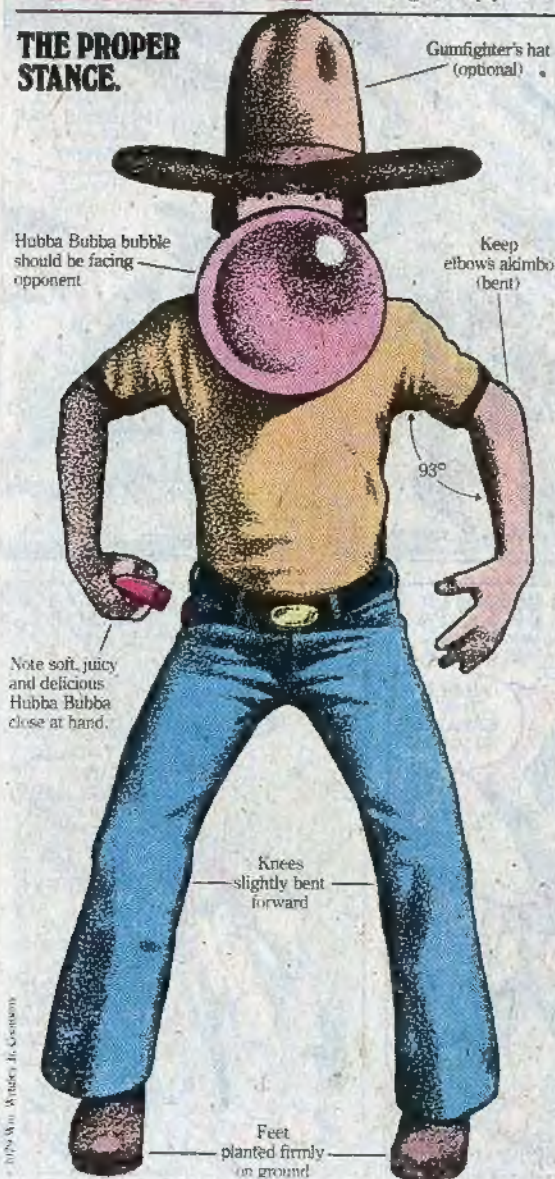
I'M
RUNNIN'
FROM A
SCRAP--AN'
FOR THE
FIRST TIME,
I'M...GLAD!

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THE PROPER STANCE.



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Note proper stance.

ACCEPT NO SUBSTITUTES.

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DADGUM MY BUBBLEGUM!



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BIG BUBBLES, NO TROUBLES.

THERE'S NO RHYME OR REASON TO PROTEUS' ACTIONS. IF A WHIM STRIKES HIM, HE INDULGES IT. HE'S WAITED HALF HIS LIFE FOR THIS MOMENT...



AND HE MEANS TO ENJOY HIMSELF.

FOR TEN YEARS, THE ONLY WORLD HE KNEW WAS A HOLDING CELL IN MOIRA'S MUIR ISLAND RESEARCH CENTRE. HE'D BE THERE STILL IF A BATTLE-ROYAL BETWEEN THE X-MEN AND THEIR ARCH-FOE, MAGNETO...



*X-MEN #104 R.

...HADN'T BREACHED THE VANADIUM STEEL WALLS AND ESOTERIC ENERGY FIELDS THAT KEPT PROTEUS A PRISONER.



BUT WHEN HE FINALLY EMERGED, MAGNETO, THE X-MEN, AND ALL MOIRA'S OTHER MUTANT PATIENTS HAD LONG GONE.



AND WITHOUT THE CELL'S ENERGY FIELDS TO SUSTAIN HIM, HE SOON BEGAN TO BURN OUT HIS OWN NATURAL BODY.

TIME PASSED, AND MUTANT X--THE FUTURE PROTEUS--REMAINED ALONE ON MUIR ISLAND. YET, SOMEHOW, HE SURVIVED...



...UNTIL THE DAY ANGUS MACWHIRTER ARRIVED TO PAY OFF AN OLD GRUDGE AGAINST THE X-MEN. HE'D PLANNED TO BLOW UP MOIRA'S LAB--

--BUT BY THEN, PROTEUS WAS RAVENOUS. MACWHIRTER NEVER HAD A CHANCE.



HE ABSORBED THE MAN'S MEMORIES WHEN HE POSSESSED HIS BODY--AND SO HE FOUND THAT MACWHIRTER'S MINOR ELECTRONIC'S SKILLS WERE ENOUGH TO RE-PROGRAM THE LAB'S MAIN COMPUTER...



...TO SHOW HIS CELL AS SEALED TIGHT--WHEN, IN FACT, IT WAS WIDE OPEN--AND THEREBY COVER HIS ESCAPE.

BEFORE HE COULD SLIP OFF THE ISLAND, THOUGH, MOIRA RETURNED--WITH FRIENDS.



AND PROTEUS DECIDED TO "FEED" ONCE MORE BEFORE HE LEFT. HE WOULD POSSESS THE MOST POWERFUL MUTANT PRESENT--JEAN GREY--PHOENIX.

BUT AS HE CLOSED IN ON HIS UNSUSPECTING PREY, MOIRA FOUND...



FEARING WHAT SHE WOULD FIND...

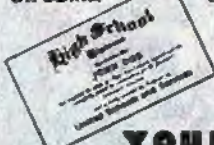




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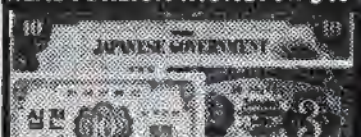
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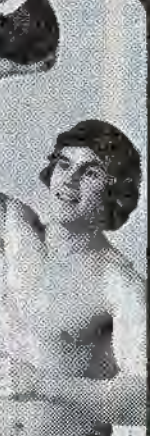
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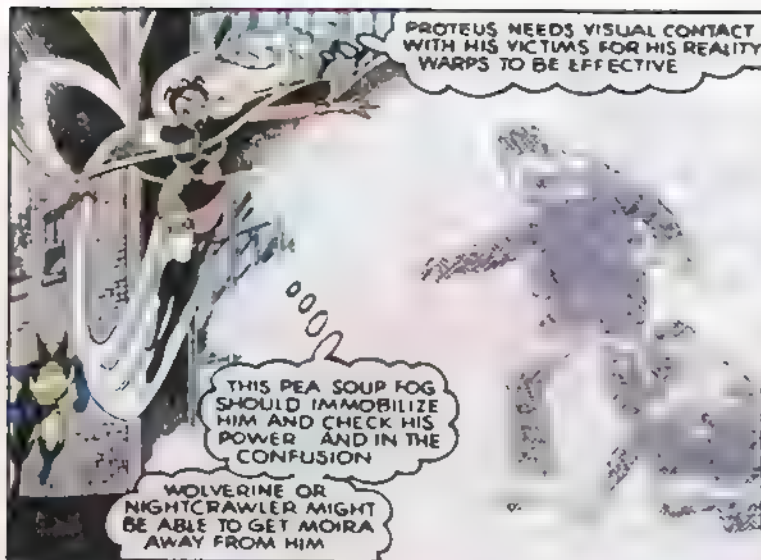
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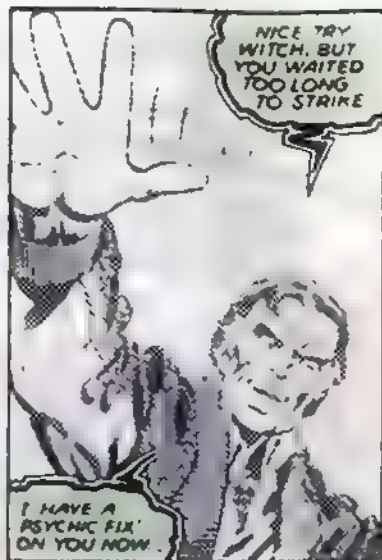
Check local listings for times and channel.



PROTEUS NEEDS VISUAL CONTACT WITH HIS VICTIMS FOR HIS REALITY WARPS TO BE EFFECTIVE

THIS PEA SOUP FOG SHOULD IMMOBILIZE HIM AND CHECK HIS POWER AND IN THE CONFUSION

WOLVERINE OR NIGHTCRAWLER MIGHT BE ABLE TO GET MOIRA AWAY FROM HIM



NICE TRY WITCH, BUT YOU WAITED TOO LONG TO STRIKE

I HAVE A PSYCHIC FIX ON YOU NOW

AND THAT'S REALLY ALL I NEED



MY CLOAK -- FLOWING ABOUT ME LIKE A LIQUID!

LITERALLY IN THE BLINK OF AN EYE, STORM FINDS HERSELF FROZEN WITHIN A PILLAR OF AMBER



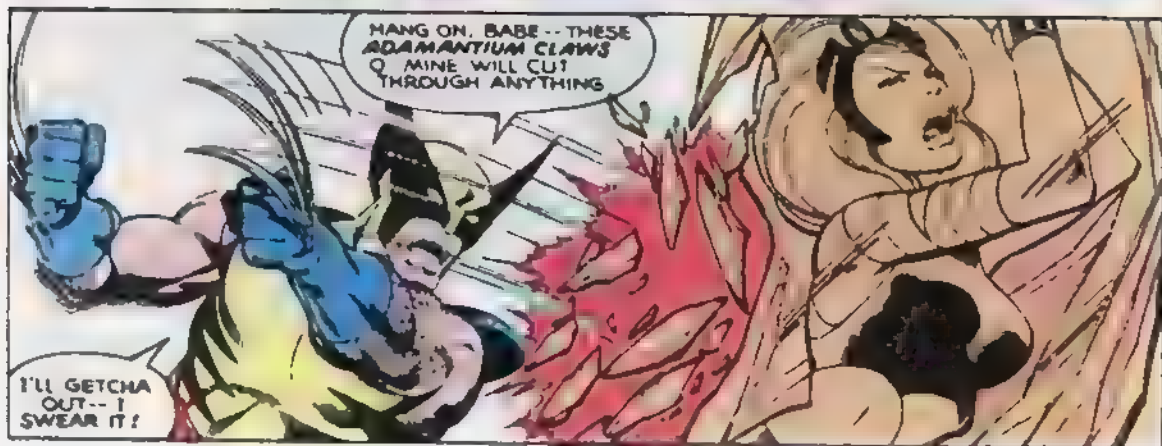
ORORO!!

IF THAT HUNK O' CRYSTAL IS AS SOLID AS IT LOOKS, SHE'LL SUFFOCATE IN SECONDS

BUT IF I TRY TO SAVE HER, I'LL BE LEAVIN' MYSELF WIDE OPEN TO PROTEUS -- JUST THINKIN' ABOUT THAT TURNS MY GUTS TO ICE



BUT I CAN'T LET HER DIE



HANG ON, BABE -- THESE ADAMANTIUM CLAWS O' MINE WILL CUT THROUGH ANYTHING

I'LL GETCHA OUT -- I SWEAR IT!



"GROO! GROO!" WAS I
IN TIME?
HER SKIN'S ICE COLD
CAN'T TELL IF SHE'S
BREATHIN'!

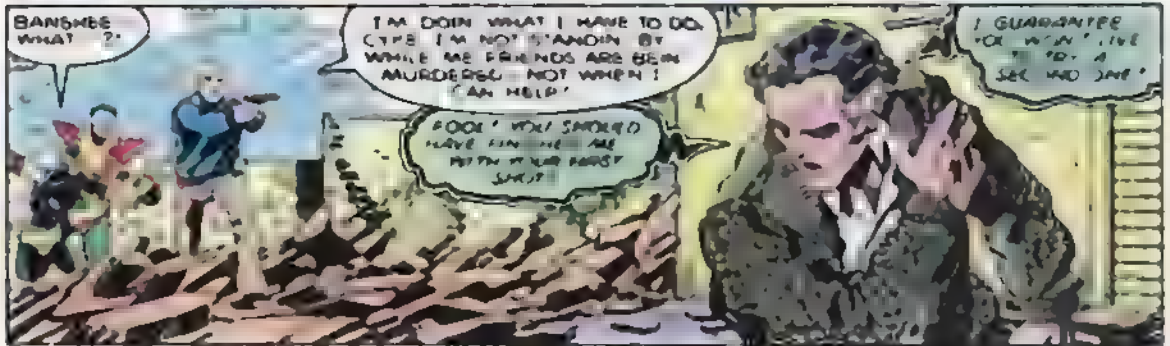
SHAME ON YOU
WOLVERINE!



YOU SHOULD KNOW BETTER THAN TO
THROW YOUR BACK ON SOMEONE WHO'S
SWITCHIN' TO HELL

BOOM

ALL
SHOULDER!

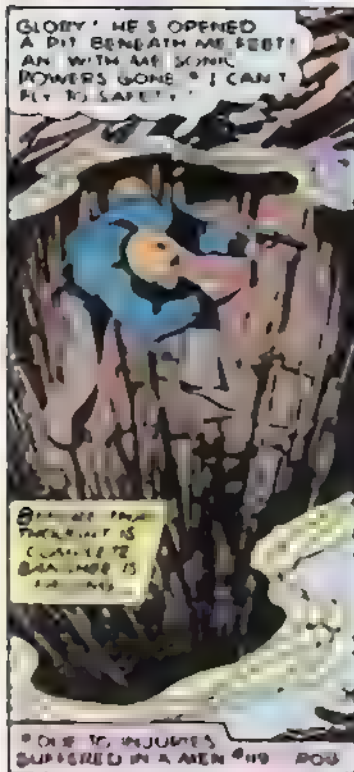


BANSHEE
WHAT?

I'M DOIN WHAT I HAVE TO DO.
CYCLOPS I'M NOT STANDIN BY
WHILE ME FRIENDS ARE BEIN
MAURDERED - NOT WHEN I
CAN HELP!

FOOL! YOU SHOULD
HAVE KIN HE WAS
WITH YOUR FIRST
SUIT!

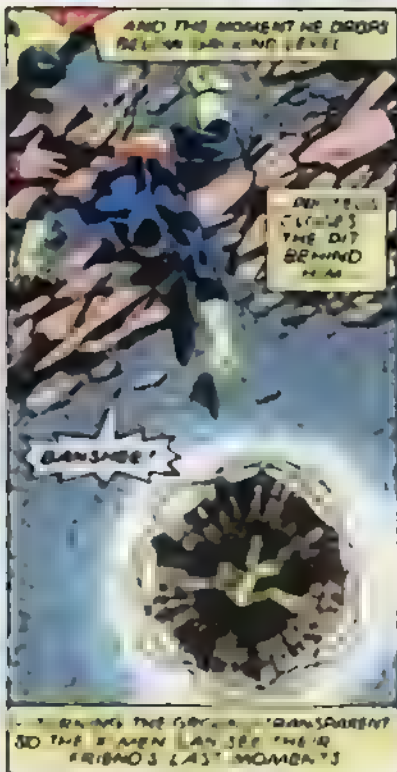
I GUARANTEE
YOU WON'T LIVE
TO SEE ME!



GLOEY! HE'S OPENED
A PIT BENEATH ME FEET!
AN WITH ALL SKIN
POWERS GONE * I CAN'T
FLY TO SAFETY!

BECAUSE THAT
THREATENING IS
CANNOT BE
BANSHEE IS
FIGHTING

* DUE TO INJURIES
SUFFERED IN A AEN * HIS * BOB



AND THE MOMENT HE DROPS
BEHIND HIM NO MORE!

BECAUSE
CYCLOPS
THE DIT
BEHIND
HIM

BANSHEE!

* DURING THE GORE * BANSHEE *
SO THE * MEN * CAN SEE THEIR
FRIENDS * LAST * MOMENTS

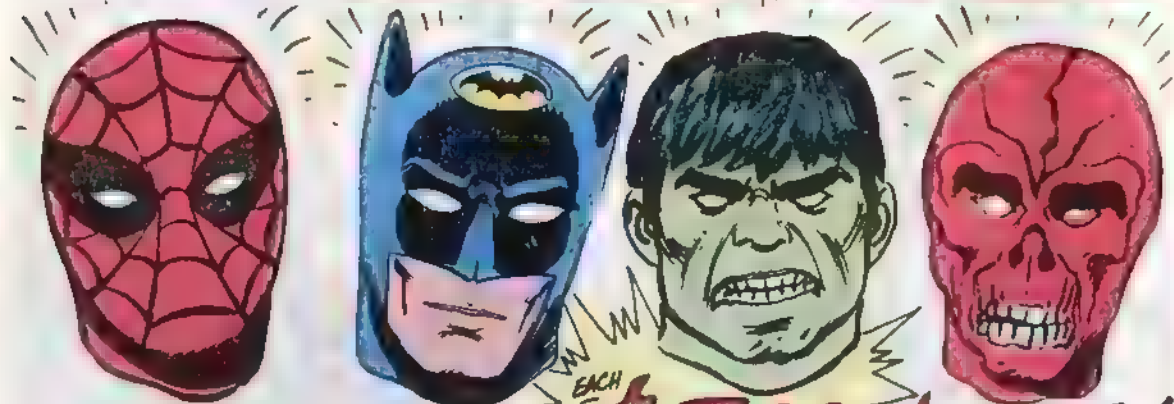


PROTEUS IS TALKING US
HE THINKS THERE'S NO WAY
WE CAN RESCUE BANSHEE
WELL HE'S IN FOR A
SURPRISE

A
SPEAKING
OF
THE
ONE
LAST
OPTIC BLASTS
HAPPENED AT
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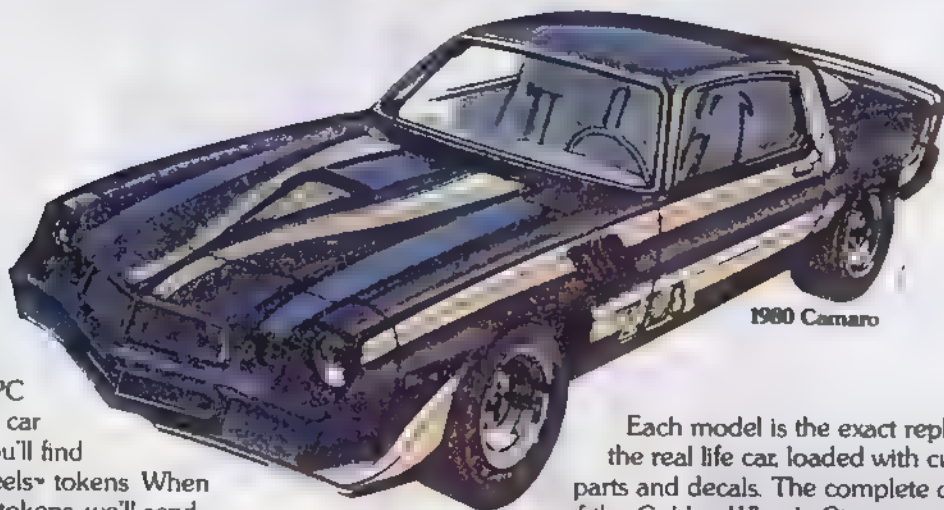
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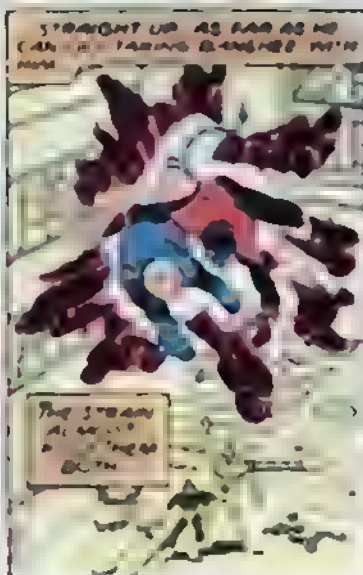
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THIS IS GETTING TO BE A HABIT

GENTLY POLAR'S THEY LOOK IN PRETTY ROUGH SHAPE



BANSHEE'S OUT COLD, BUT I THINK HE'LL BE ALL RIGHT

THANK HEAVEN NIGHTCRAWLER KURT ARE YOU ?

ALIVE AGAIN PROBABLY, BUT NOT WELL

REST EASY, PAL YOU'VE EARNED IT



ORORO, YOU SHOULD NOT BE ON YOUR FEET

SO LONG AS I AM ABLE TO HELP, PETER I WILL

THANKS STORM

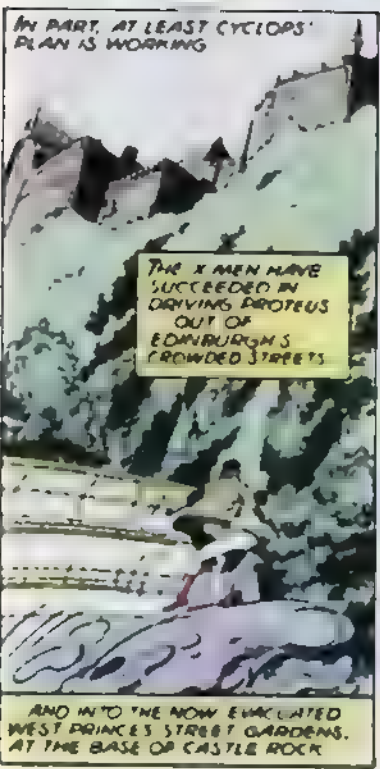


ALMOST RIGHT OFF THE BAT WE'RE DOWN TWO X-MEN SCOTTY AND PROTEUS SEEMS AS STRONG AS EVER

NO ONE SAID THIS WOULD BE EASY, HAVOK

AND NO ONE GUARANTEED WE'D WIN EITHER LITTLE BROTHER BUT WE HAVE TO TRY

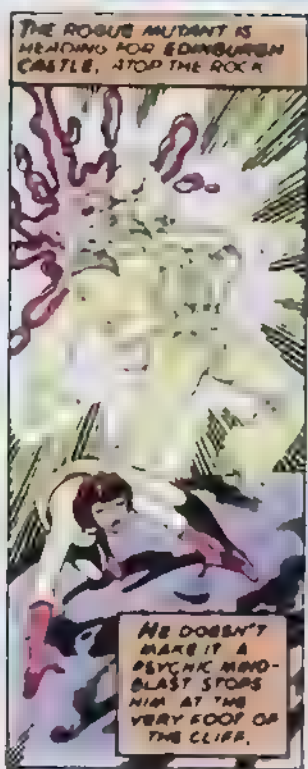
I SENT PHOENIX ON AHEAD LET'S GET AFTER HER



IN PART, AT LEAST CYCLOPS' PLAN IS WORKING

THE X-MEN HAVE SUCCEEDED IN DRIVING PROTEUS OUT OF EDINBURGH'S CROWDED STREETS

AND INTO THE NOW EVACUATED WEST PRINCE'S STREET GARDENS, AT THE BASE OF CASTLE ROCK



THE ROGUE MUTANT IS HEADING FOR EDINBURGH CASTLE, STOP THE ROCK

HE DOESN'T MAKE IT A PSYCHIC MIND-BLAST STOPS HIM AT THE VERY FOOT OF THE CLIFF



I BELIEVE YOU OWE ME A REMAT W FOR THAT AMBUSH ON MAUI ISLAND PROTEUS I'M HERE TO COLLECT WITH INTEREST

SHE LOOKS FOR ALL THE WORLD LIKE SOME GREAT BIRD OF PREY

AS HEA TIEUL AND TERNAYING AS A STAR

AS MEN'S 25

WOWIE! ZOWIE!

CBS SATURDAY MORNINGS

LOOKING GOOD

8:00 EASTERN TIME

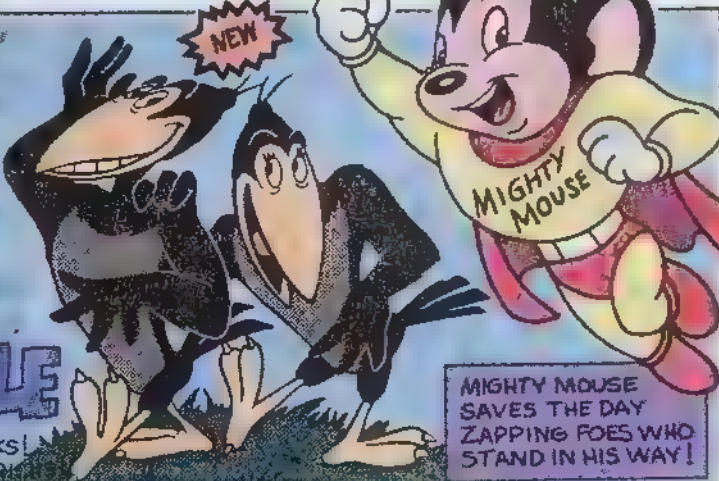
MIGHTY MOUSE

HECKLE AND JECKLE

HECKLE AND JECKLE GET THEIR KICKS! THEY'RE WACKY, WILD AND UP TO TRIPS!


NEW

MIGHTY MOUSE SAVES THE DAY ZAPPING FOES WHO STAND IN HIS WAY!



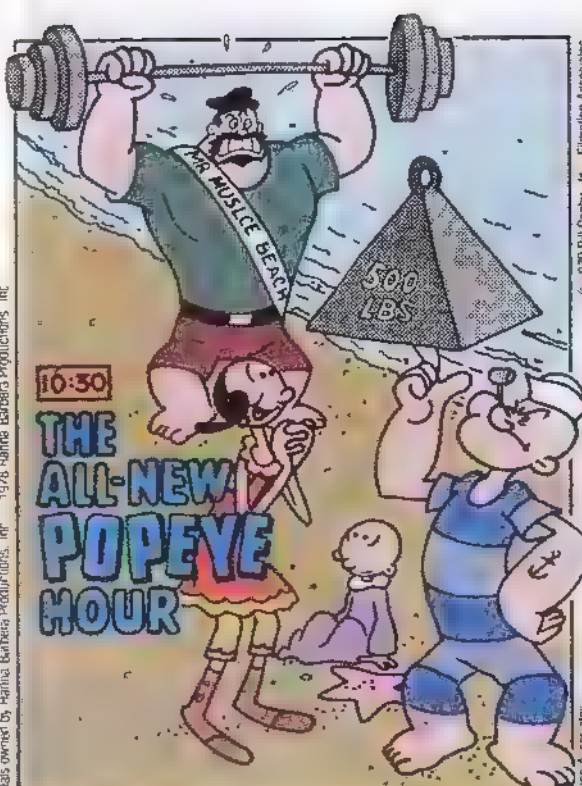
9:00

The Bugs Bunny Road Runner Show



THAT "WIDDLE GWAY WABBIT" IS HAVING A BALL, WITH DAFFY, TWEETY AND LAUGHTER FOR ALL! THEN SPEEDY ROAD RUNNER ZOOMS FASTER THAN LIGHT, COYOTE CANT CATCH HIM, TRY AS HE MIGHT!

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10:30
THE ALL-NEW POPEYE HOUR

POPEYE THE SAILOR IS SECOND TO NONE - OLIVE AND BLUTO ADD TO THE FUN!

11:30

FAT ALBERT SHOW

IT'S ACTION, IT'S LAFFS, IT'S TIME TO GET DOWN! THOSE FUNKY KIDS ARE BACK IN TOWN!

12:00

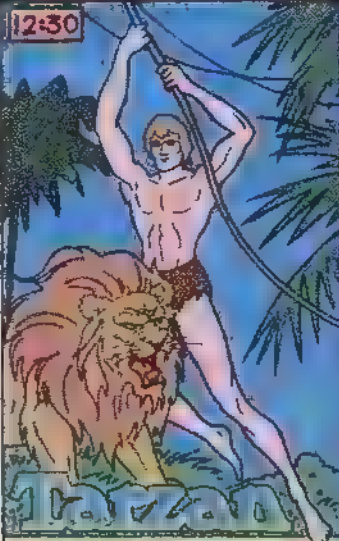
JASON PATROLS THE FAR REACHES OF SPACE WHERE NEW AND EXCITING ADVENTURES TAKE PLACE!

JASON THE SPACE COMMANDER

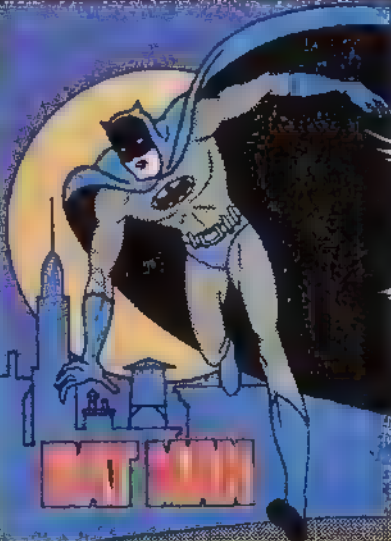
LIVE ACTION

TARZAN AND THE SUPER SEVEN

12:30



Tarzan
 THE KING OF THE JUNGLE CHALLENGES CRIME!



BATMAN
 BATMAN'S A HERO TIME AFTER TIME!



THE FREEDOM FORCE
 FREEDOM FORCE CONQUERS ALL VILLAINS THEY MEET! PLUS MORE GREAT HEROES WHO CAN'T BE BEAT!

1:30

30 MINUTES

LIVE ACTION

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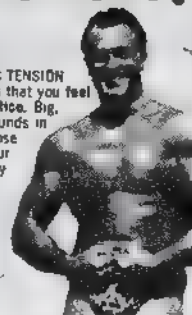
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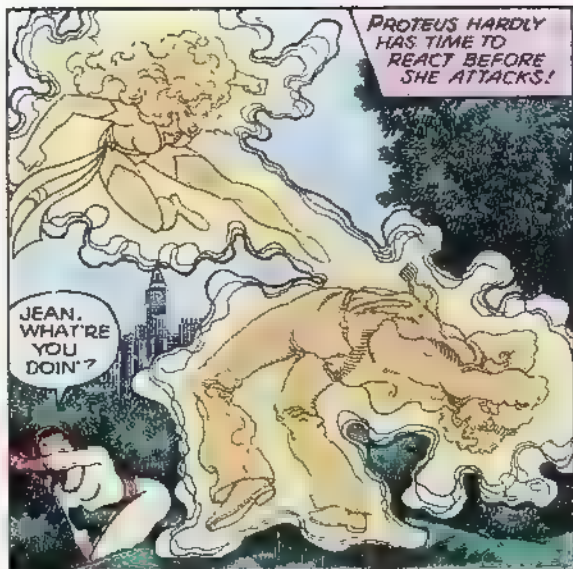
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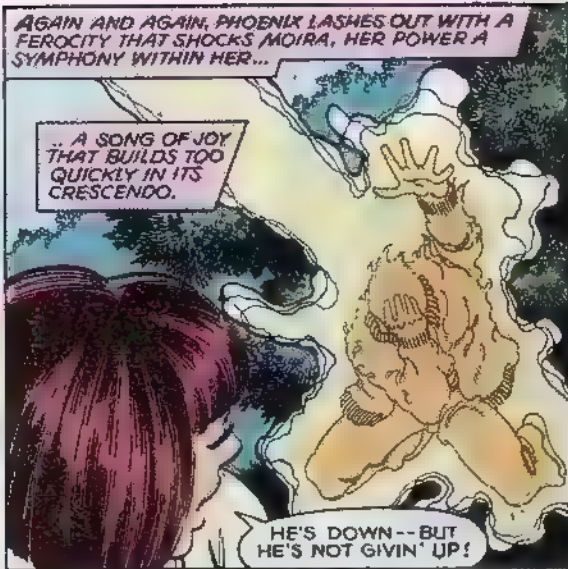
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PROTEUS HARDLY HAS TIME TO REACT BEFORE SHE ATTACKS!

JEAN, WHAT'RE YOU DOIN'?



AGAIN AND AGAIN, PHOENIX LASHES OUT WITH A FEROCITY THAT SHOCKS MOIRA, HER POWER A SYMPHONY WITHIN HER...

A SONG OF JOY THAT BUILDS TOO QUICKLY IN ITS CRESCENDO.

HE'S DOWN--BUT HE'S NOT GIVIN' UP!



WAY TO GO, JEANIE!

IN A ROUGHHOUSE, BABE, YER MY KIND'A GAL

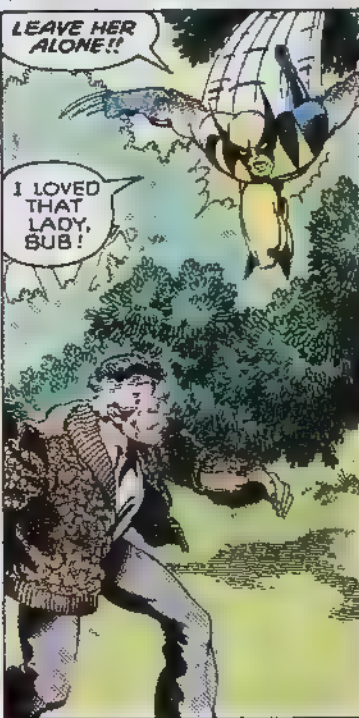
Uh oh--MY GUTS ARE CHURNIN'! PROTEUS MUST BE FIGHTIN' BACK!

IMAGINE BEING DEAD AND BURIED. THEN IMAGINE HOW YOU'D FEEL -- ASSUMING YOU COULD FEEL --



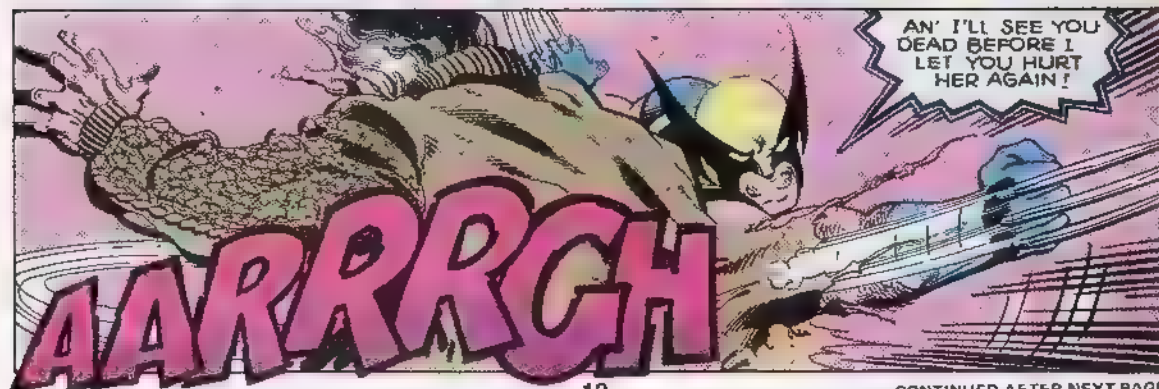
-- AFTER A YEAR IN THE GROUND. THAT'S HOW PROTEUS MAKES PHOENIX FEEL.

HER SCREAM IS INDESCRIBABLE.



LEAVE HER ALONE!!

I LOVED THAT LADY, SUB!



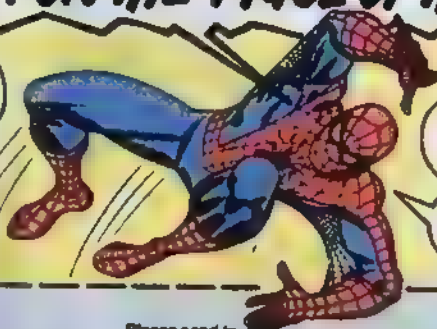
AN' I'LL SEE YOU DEAD BEFORE I LET YOU HURT HER AGAIN!

AARRRGH

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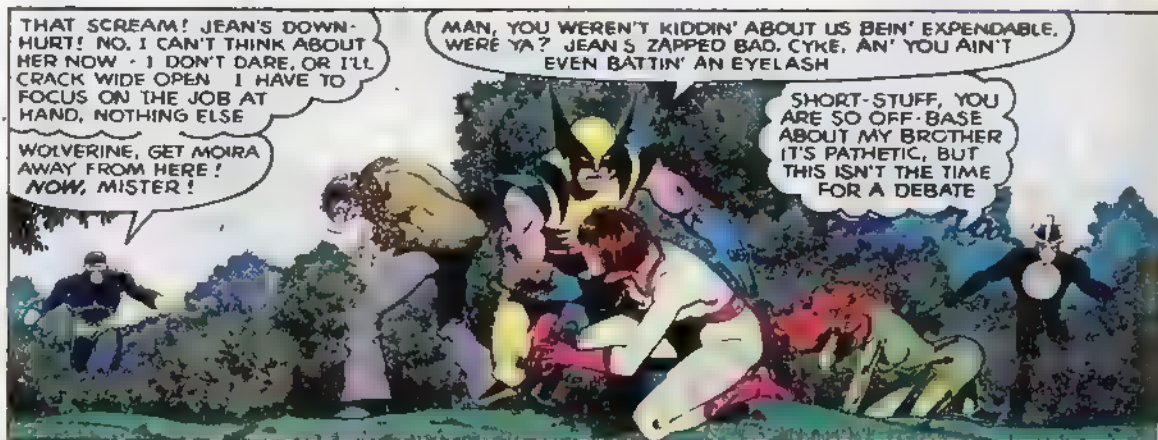
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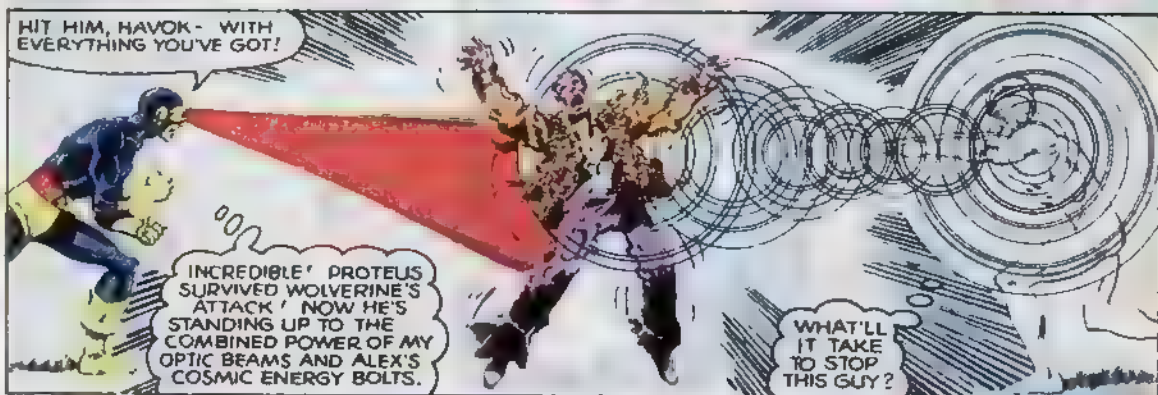


THAT SCREAM! JEAN'S DOWN-HURT! NO, I CAN'T THINK ABOUT HER NOW - I DON'T DARE, OR I'LL CRACK WIDE OPEN - I HAVE TO FOCUS ON THE JOB AT HAND, NOTHING ELSE

WOLVERINE, GET MOIRA AWAY FROM HERE!
NOW, MISTER!

MAN, YOU WEREN'T KIDDIN' ABOUT US BEIN' EXPENDABLE, WERE YA? JEAN'S ZAPPED BAD. CYKE, AN' YOU AIN'T EVEN BATTIN' AN EYELASH

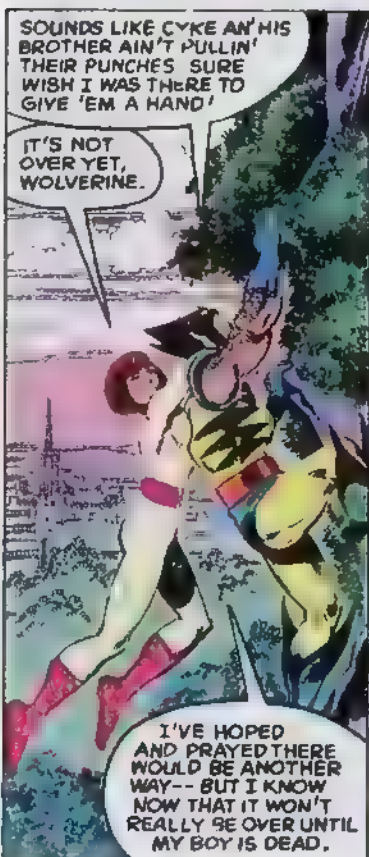
SHORT-STUFF, YOU ARE SO OFF-BASE ABOUT MY BROTHER IT'S PATHETIC, BUT THIS ISN'T THE TIME FOR A DEBATE



HIT HIM, HAVOK - WITH EVERYTHING YOU'VE GOT!

INCREDIBLE! PROTEUS SURVIVED WOLVERINE'S ATTACK! NOW HE'S STANDING UP TO THE COMBINED POWER OF MY OPTIC BEAMS AND ALEX'S COSMIC ENERGY BOLTS.

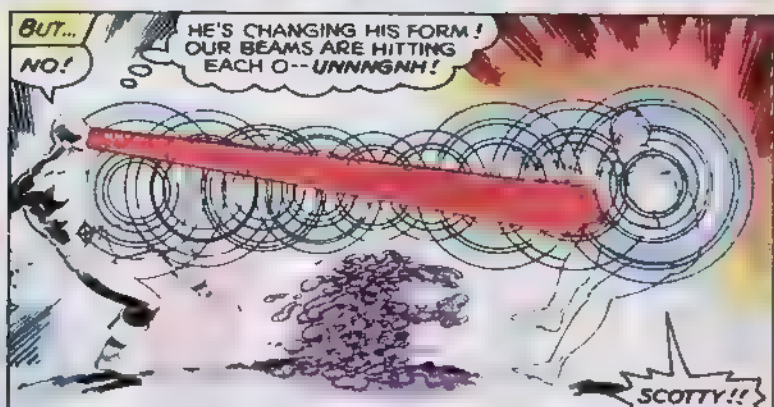
WHAT'LL IT TAKE TO STOP THIS GUY?



SOUNDS LIKE CYKE AN' HIS BROTHER AIN'T PULLIN' THEIR PUNCHES SURE WISH I WAS THERE TO GIVE 'EM A HAND!

IT'S NOT OVER YET, WOLVERINE.

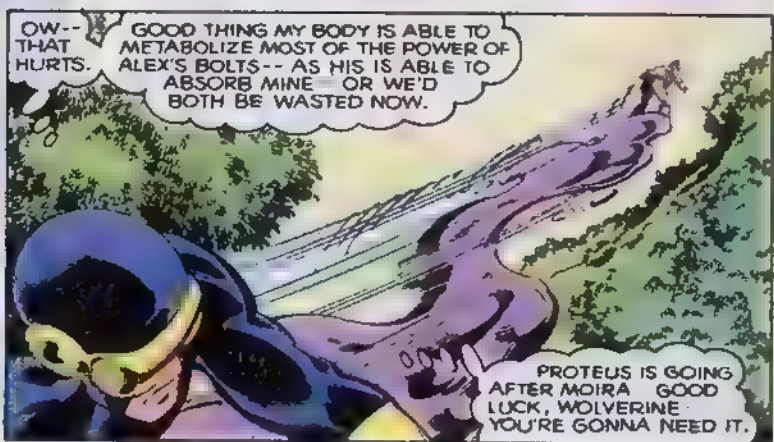
I'VE HOPED AND PRAYED THERE WOULD BE ANOTHER WAY-- BUT I KNOW NOW THAT IT WON'T REALLY BE OVER UNTIL MY BOY IS DEAD.



BUT...
NO!

HE'S CHANGING HIS FORM! OUR BEAMS ARE HITTING EACH O--UNNNNGH!

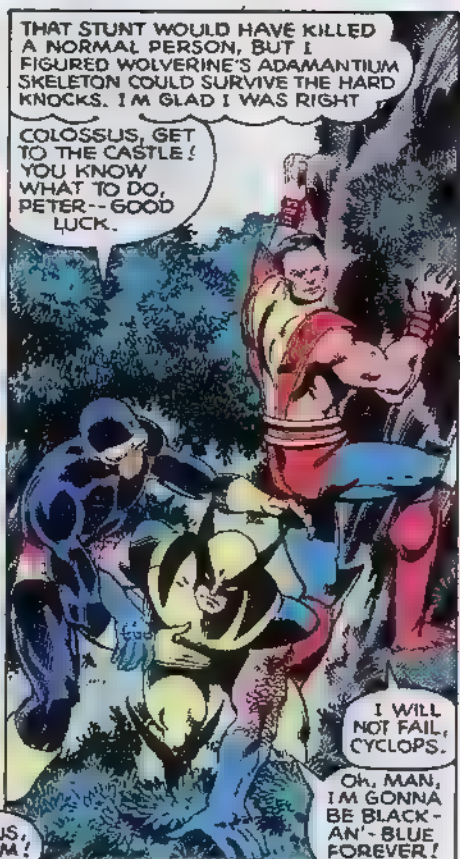
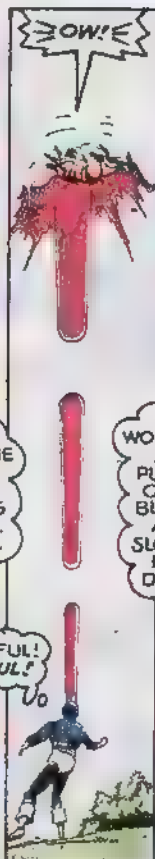
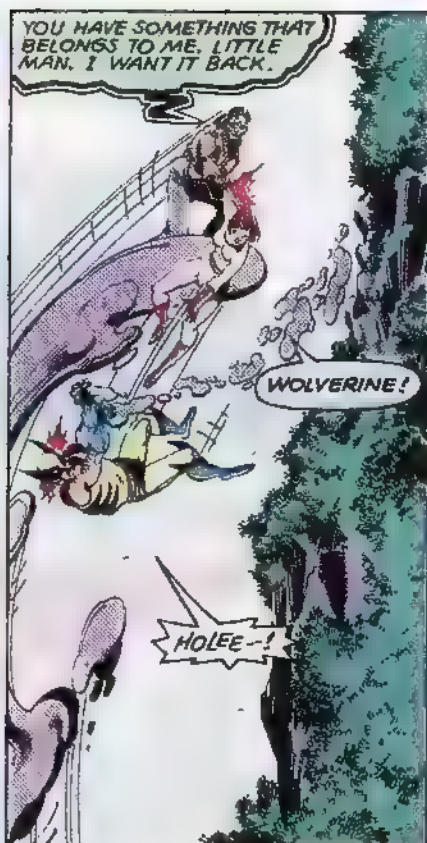
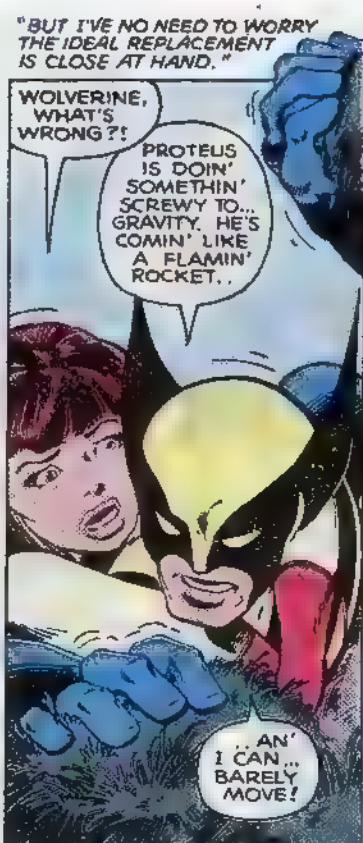
SCOTTY!!



OW-- THAT HURTS.

GOOD THING MY BODY IS ABLE TO METABOLIZE MOST OF THE POWER OF ALEX'S BOLTS-- AS HIS IS ABLE TO ABSORB MINE-- OR WE'D BOTH BE WASTED NOW.

PROTEUS IS GOING AFTER MOIRA GOOD LUCK, WOLVERINE YOU'RE GONNA NEED IT.



AND, ON A BATTLEMENT ATOP EDINBURGH CASTLE...

IT'S MY TURN NOW, IS IT? AND AFTER ME, WHO NEXT?

DEATH AFTER ENDLESS DEATH, WITHOUT THOUGHT OR CARE OR MERCY... TILL THERE'S NO ONE LEFT ALIVE ON EARTH SAVE YOU? IS THAT WHAT THE FUTURE HOLDS?

PERHAPS YOU SHOULD HAVE DROWNED ME AT BIRTH. EH, MOURA... LIKE AN UNWANTED PET?

OH I KNOW... YOU LOVE ME YOU TRIED TO SAVE ME. STUPID COW. I NEVER WANTED YOUR SALVATION EVEN AS A CHILD. I KNEW I HAD THE "POWER."

I COULD HARDLY WAIT FOR MY FIRST CHANCE TO USE IT

AN ACT OF HATRED AND VIOLENCE CREATED ME. MOTHER SHAPED ME INTO WHAT I AM TODAY.

LET THAT CREATION WILL COME HUMANITY'S DESTRUCTION! AND, OF COURSE, YOUR OWN.

YOU WILL DESTROY NO ONE, MONSTER!

WHA...??

AS CASUALLY AS SOMEONE ELSE MIGHT THROW A BASEBALL, THE YOUNGEST X-MAN HURLS PROTEUS THE LENGTH OF THE BATTLEMENT.

SENDING HIM CRASHING HEADLONG INTO AN ANCIENT STONE WALL, COLOSSUS MEANT THE IMPACT TO STUN PROTEUS TO UNCONSCIOUSNESS.

INSTEAD, IT SNATTERS HIS DECAYING HOST BODY INTO POWDER.

BY THE WHITE WOLF!

SO THAT IS PROTEUS' TRUE FORM. I MUST TAKE CARE.

CYCLOPS SAID THAT IN THIS STATE PROTEUS WILL BE BOTH THE MOST VULNERABLE AND THE MOST DANGEROUS. HE WILL BE DESPERATE TO STEAL ANOTHER HOST BODY. I MUST NOT LET HIM.

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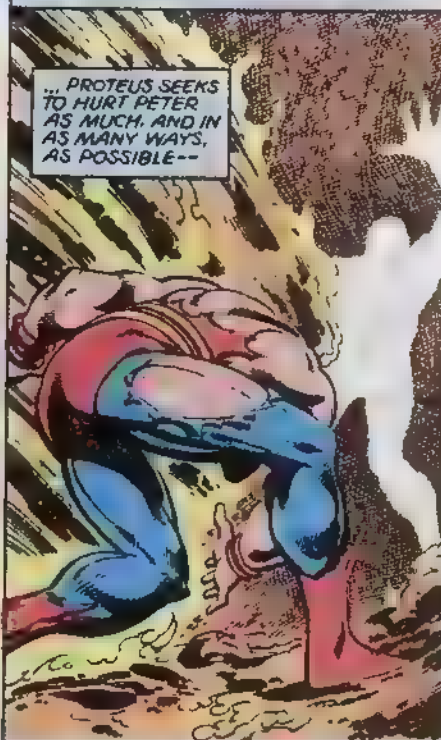
SUDDENLY, THE AIR AROUND COLOSSUS EXPLODES INTO FLAME, THE FIRE HOUNDING HIM LIKE A THING ALIVE. AT THE SAME TIME, PROTEUS ATTACKS ON A PSYCHIC LEVEL.



OH, NO, PETER
-- NO!!

CALLING FORTH MEMORIES THAT HAVE HAUNTED PETER RASPUTIN SINCE CHILDHOOD - OF THE FATEFUL DAY HIS BROTHER, MIKHAIL, A RUSSIAN COSMONAUT, DIED IN A LAUNCH PAD FIRE

... PROTEUS SEEKS TO HURT PETER AS MUCH, AND IN AS MANY WAYS, AS POSSIBLE--



BEFORE HE FINALLY KILLS HIM. AS HE WILL KILL ALL THE X-MEN

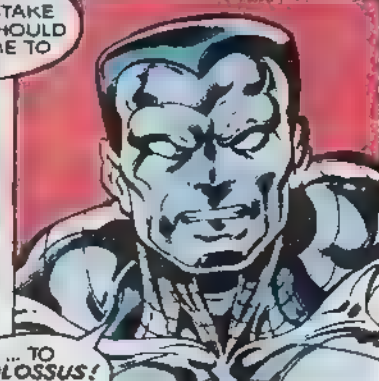
I HEAR YOU, BUTCHER-- IN SIDE MY MIND-- LAUGHING!



YOU... ENJOY CAUSING PAIN... DEATH. BEFORE I MET YOU, I NEVER UNDERSTOOD EVIL YOU ARE EVIL, PROTEUS.



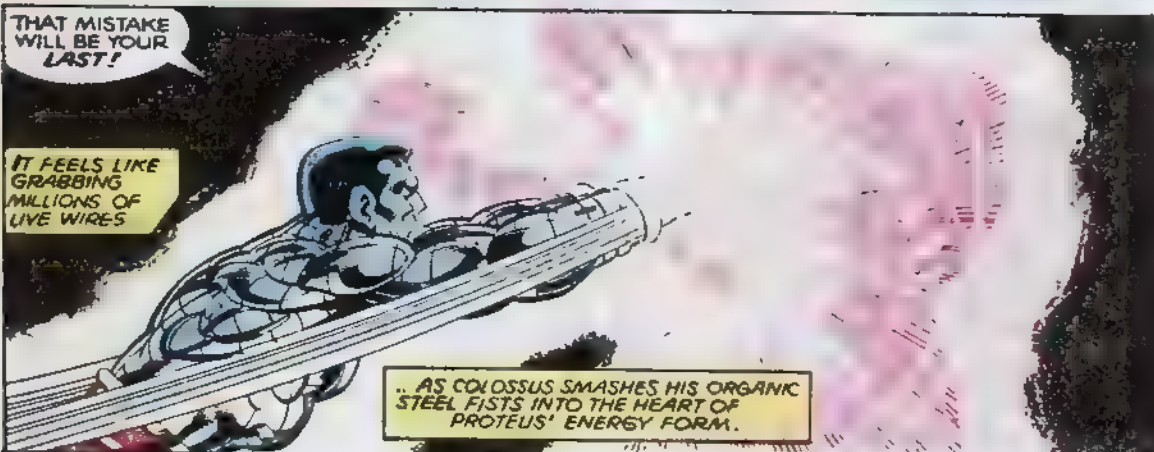
BUT YOU HAVE MADE A FATAL MISTAKE YOU TOYED WITH ME WHEN YOU SHOULD HAVE SLAIN ME, ALLOWING ME TIME TO CHANGE FROM PETER RASPUTIN



... TO COLOSSUS!

THAT MISTAKE WILL BE YOUR LAST!

IT FEELS LIKE GRABBING MILLIONS OF LIVE WIRES



... AS COLOSSUS SMASHES HIS ORGANIC STEEL FISTS INTO THE HEART OF PROTEUS' ENERGY FORM.

AND THAT'S ONLY THE BEGINNING OF HIS ORDEAL, AS COLOSSUS' DENSE MOLECULAR STRUCTURE TOTALLY DISRUPTS THE DELICATELY BALANCED ENERGY MATRICES THAT MAKE UP THE ROGUE MUTANT.

IN A SENSE, HE SHORT CIRCUITS PROTEUS, SCATTERING EVERY FABRIC OF THE VILLAIN'S BEING-- EVERY SCRAP OF CONSCIOUSNESS-- TO THE FOUR CORNERS OF THE EARTH.

... THE PYROTECHNICS LIGHTING UP THE EVENING SKY FOR MILES

GOOD LORD.

METAL IN ANY FORM IS ANATHEMA TO PROTEUS-- THAT'S WHY I WAS COUNTING ON COLOSSUS TO FINISH THE JOB THE REST OF US STARTED. IT LOOKS LIKE HE'S DONE JUST THAT-- BUT AT WHAT COST?!

PETEY! DON'T BE DEAD, BIG FELLA. I GOT FEW ENOUGH SPARRIN' PARTNERS AS IT IS.

JEAN, ARE YOU STRONG ENOUGH TO FLY US UP THERE?

I'LL... GIVE IT A TRY, SCOTT.

WITH AN EASE THAT SURPRISES HER AND CYCLOPS BOTH - CONSIDERING SHE COULD BARELY STAND A FEW MINUTES AGO-- PHOENIX REACHES OUT WITH HER TELEKINETIC POWER...

... AND LIFTS HIM, WOLVERINE AND MAYOK UP THE CLIFF-FACE TOWARDS THE CASTLE RAMPARTS.

THE END IS INSTANTANEOUS...

BULLPEN BULLETINS

STAN'S SOAPBOX

'Hoo boy! Looks like I did it again! I've been so excited about our new, upcoming mag, EPIC that I tried to clue you in to our progress as much as possible here in the Soapbox. And, judging by your enthusiastic mail, I could tell you eagerly shared the excitement. However, some letters of complaint have been trickling in, reminding me that I had pledged not to hawk any products in this column and now I seem to be disregarding that promise! So, I'm telling you forthwith that the last thing I wanted to do was lay a huckster bit on you, honest! I considered the news about EPIC to be the most interesting, heaviest info I could give you, and I also figured you'd be hoping mad if our newest and most important publication were to go on sale without your being notified well in advance. Anyway, here's what I'm leading up to.

It's time for another maniacal Marvel poll! If you can spare a minute or two, I'd really appreciate your sending us a card or letter telling whether you'd like to continue reading notices of upcoming projects here in the Soapbox, or if you'd

rather I wax eloquent about any of subject that can't possibly be considered as shilling for your shekels. As usual, the valiant voices of Marveldom Assembled will give us our orders, and we'll tell you what your cumulative verdict is as soon as Irving Forbush can tabulate the votes.

Of course, you know what sly little devils we are. Even if I don't mention E-C anymore (see? I didn't even write out the whole name!) you can bet that Jaunty Jimmy Shooter will toss it atcha in some other scintillatin' sections of these pandemonious pages. Anyway, you can relax for next ish, 'cause when we meet again I've got a whole new subject to hit you with. I've been out here in Hollywood, California for the past few weeks, and I'm really bustin' to clue you in on some of our upcoming movie and tv projects!

So, till later, keep cool and hang loose. Howie may be a duck, but never a goose! Excelsior!

Stan

ITEM! Wow! How time flies when you're having fun! Did you know that some forty years ago, give or take a month, the very first Marvel comic went on sale? MARVEL COMICS #1, the cover of which is reproduced below, featured a bunch of nifty new characters, among them the SUB MARINER, the ANGEL, and the HUMAN TORCH! It seems like only yesterday (well, maybe like last week). Anyway, Marvel Comics is still hanging in there, bigger, better and stronger than ever, carrying on the proud tradition begun by Carl Burgos, Paul Gustavson, Bill Everett and other folks, and a word to the wise, friends - you ain't seen *nothin'* yet!



ITEM! Along those nostalgic lines, it just so happens that this month Simon & Schuster is releasing its latest collection of super hero adventures featuring the best of CAPTAIN AMERICA - including the very first comics story ever written by Stan Lee, back in 1943. (If Sly Stan is telling us the truth about his age these days, then he must have been only three years old back then!) Anyway, it's all classic stuff by the master himself and it's all in full glorious color, illustrated by Jack Kirby, Gene Colan, Jim Steranko and others. It's only \$12.95 in hardback, and just \$3.95 (a steal!) in paperback, for 128 big 7 x 10 pages of excitement, not to mention the snazzy cover painted by Dave Cockrum! Buzz on down to your favorite bookstore and grab one, friend - and tell the clerk that Nick Fury sent you. After about a hundred folks tell him that, he'll think he's the one who's crazy!

ITEM! *Secrets-behind-the-comics-department:* Did you know that writer-editor Archie Goodwin not only scripts our widely acclaimed STAR WARS comic, but actually provides ace artist Carmine Infantino with rough sketches of the action in every single panel? No wonder they call him artful Archie! Did you know that MARVEL TWO IN ONE co-scripters Mark Gruenwald and Ralph Macchio actually write alternating pages of the same story? We can't tell which pages are whose - can you? A no-prize

to the fan who spots some stylistic clue that provides a sure fire way to tell Gruenwald from Macchio. Oops! Well, whatever. Did you know that in certain high professional circles Ed Tor Roger Stern is regarded as the best in the business at *placing word balloons*? Now you do!

ITEM! Just the other day a couple of members of the hot new rock group Susan dropped by the old Bullpen to hobnob with their buddy, Assistant Editor Jim Salicrup and to check out our operation. Overwhelmed (well, maybe just whelmed) by the sheer splendor of Mighty Marvel were Charles Leland, lead guitar and Mick Leland, drums. Their first album entitled *Falling in Love Again*, was just recently released and it's bound to be a smash! Best of luck troops!

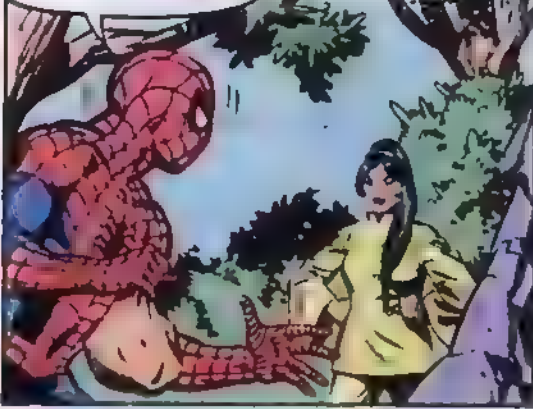
MICRONAUTS ARE ON SALE MONTHLY!



ITEM! Occasionally, we've been told, we tend to brag just a bit when we're waxing eloquent over our latest works of wonder. Now of course, that's not true, but just to satisfy those few critics, this month we're going to tell you what's coming up with modesty and decorum. SPIDER WOMAN #21 portrays a rather dramatic turnabout in the life of our heroine. A whole new cast of characters is introduced, all of whom we feel you'll find interesting. We humbly suspect that, perhaps, some people might feel that this issue will eventually become a collector's item. MASTER OF KUNG FU #83 contains an amiable tale. It is of some note that *Fu Manchu* returns therein. In addition, we feel that the art and writing are deftly done. MICRONAUTS #12 is reasonably nice, in that it adequately portrays a life-or-death battle between *Prince Acroyear* and his decidedly evil brother *Shaitan*. We would also like to recommend MACHINE MAN #12, GHOST RIDER #39, which is now monthly, by the way, and DR. STRANGE #38 which is the first issue by new scripter Chris Claremont. Space does not permit us to extol the various virtues of these issues, however, we feel that they are worth their purchase price. All of the above, by the way, are on sale now! There! Satisfied? You don't know how *hard* that was, since we're really excited enough about the preceding issues to light up the sky! We can't wait till next month to get back to brag - oops! er normal. See ya!

SPIDER-MAN™ MEETS JUNE JITSUI!

HOW DO I GET INTO THESE THINGS I GO OUT TO THE DELI AND LOOK WHAT I RUN INTO! JUNE JITSUI!



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IT WOULD BE EASIER RUNNING INTO A BUS! I'M BEING Clobbered



IF I COULD KEEP HER HANDS BUSY... I COULD TAKE CARE OF HER FEET... BEFORE THEY TAKE CARE OF ME HEY, WAIT...



CATCH THESE, JUNIE!



ANOTHER TRICK, WEBHEAD??

MMMM TWINKIES & CAKES! MY FAVORITE! DELICIOUS GOLDEN SPONGE CAKES... FLUFFY CREAMED FILLING! I'LL FINISH THESE, THEN I'LL FINISH OFF SPIDER-MAN.

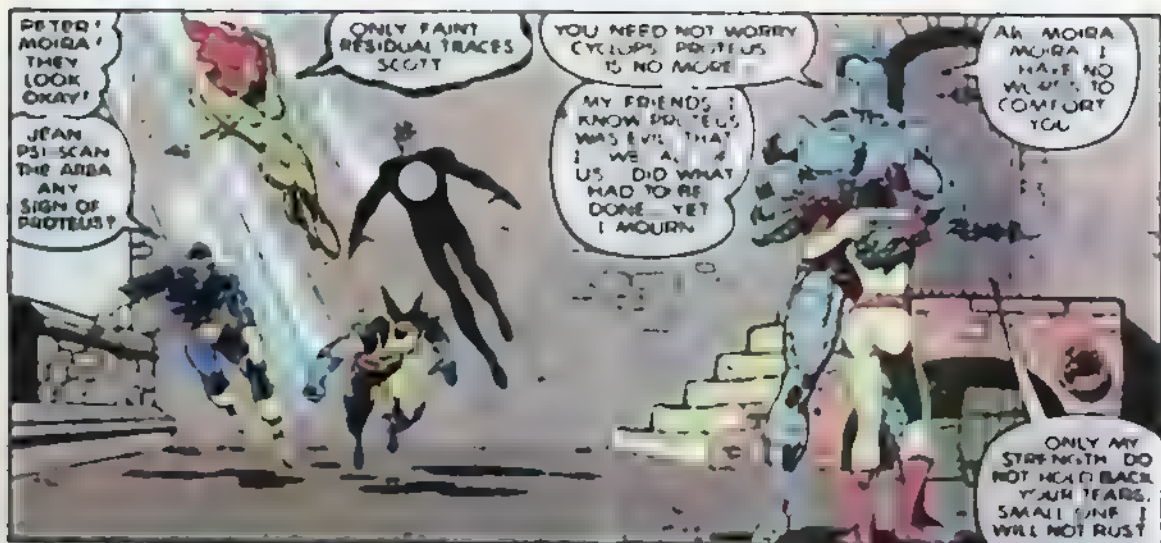


THANKS TO HOSTESS & JUNE WON'T BE BUSTIN' OUT ALL OVER FOR QUITE A WHILE

THANKS FOR THE DELICIOUS TWINKIES CAKES, WEBHEAD, BUT WE'LL MEET AGAIN

I HAVE A FEELING THAT'S A THREAT NOT A PROMISE





PETER: MOIRA! THEY LOOK OKAY!

JEAN PSI-SCAN THE AREA ANY SIGN OF PROTEUS?

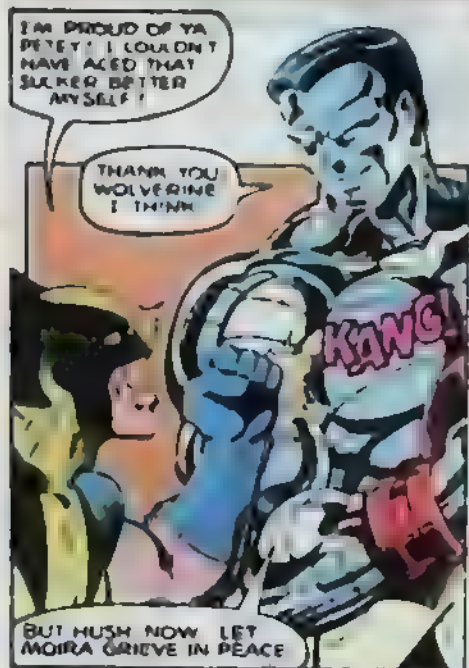
ONLY FAINT RESIDUAL TRACES SCOTT

YOU NEED NOT WORRY CYCLOPS PROTEUS IS NO MORE

MY FRIENDS I KNOW PROTEUS WAS EVIL THAT WE ALL OF US DID WHAT HAD TO BE DONE - YET I MOURN

AH MOIRA MOIRA I HAVE NO WORDS TO COMFORT YOU

ONLY MY STRENGTH DO NOT HOLD BACK YOUR TEARS SMALL ONE I WILL NOT RUST



I'M PROUD OF YA PETEY! I COULDN'T HAVE AGED THAT SLICKER BETTER MYSELF!

THANK YOU WOLVERINE I THINK

KANG!

BUT HUSH NOW LET MOIRA GRIEVE IN PEACE



I LOVED THEM BOTH CYCLOPS JOE AND MY SON - BUT NOW THEY'RE GONE PART OF ME IS GONE

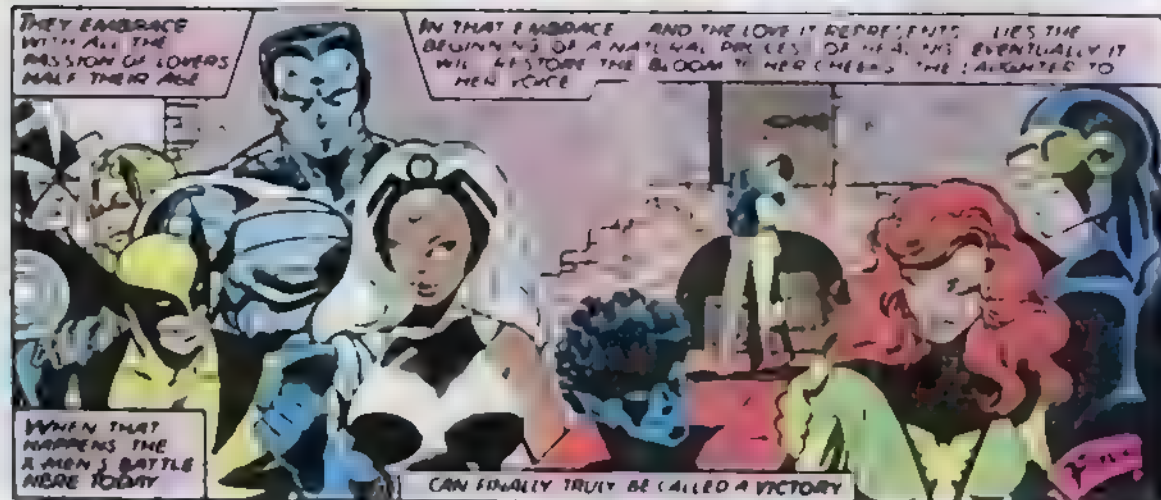
AN THE REST IS NUMB



PERHAPS A MERCIFUL GOD WILL PARDON ME FOR MY PART IN THIS TRAGEDY BUT I'LL NOT FORGIVE MYSELF

MOIRA ARE YE WELL AGAIN?

S. SEAN



THEY EMBRACE WITH ALL THE PASSION OF LOVERS HALF THEIR AGE

IN THAT EMBRACE AND THE LOVE IT REPRESENTS LIES THE BEGINNING OF A NATIONAL POLICE OF HEROES EVENTUALLY IT WILL RESTORE THE GLORY TO HER CHIEF THE LAUGHTER TO NEW YORK

WHEN THAT HAPPENS THE X-MEN'S BATTLE HERE TODAY

CAN FINALLY TRULY BE CALLED A VICTORY



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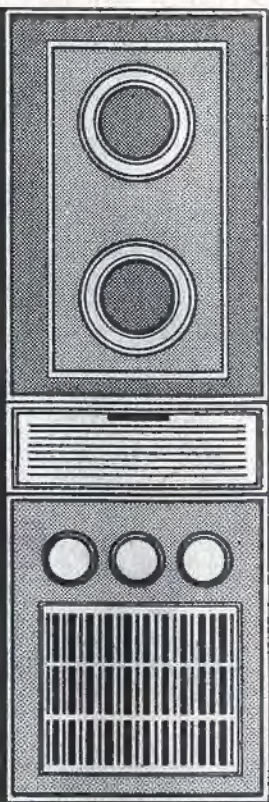
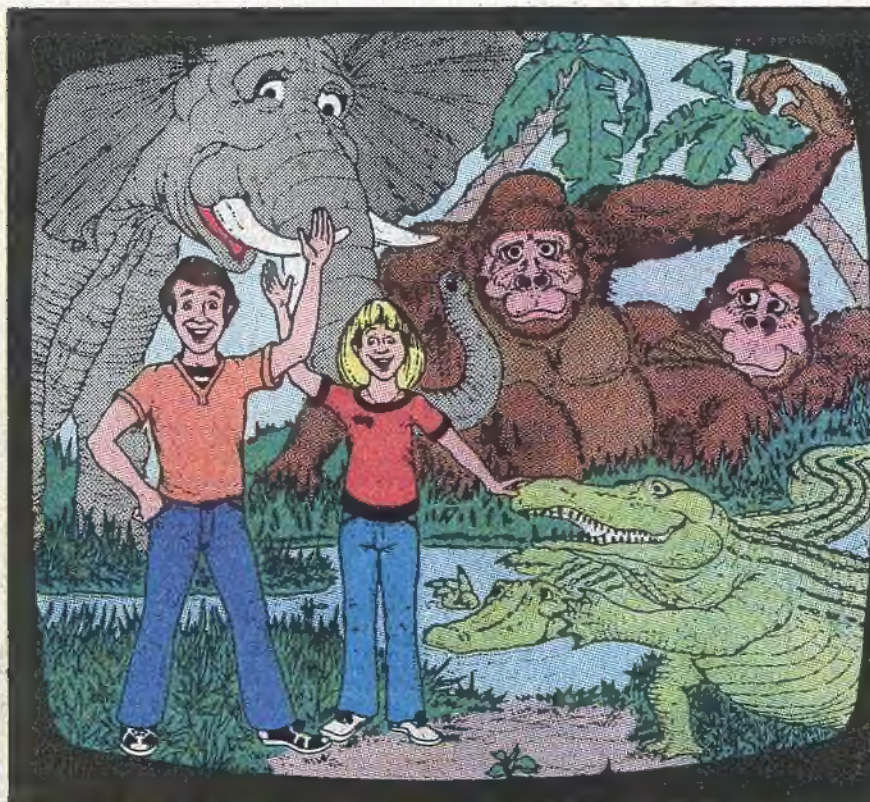
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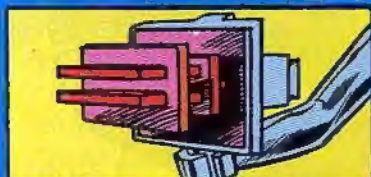
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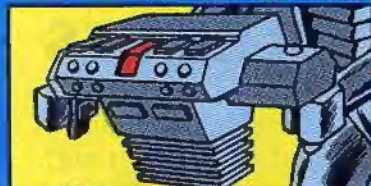
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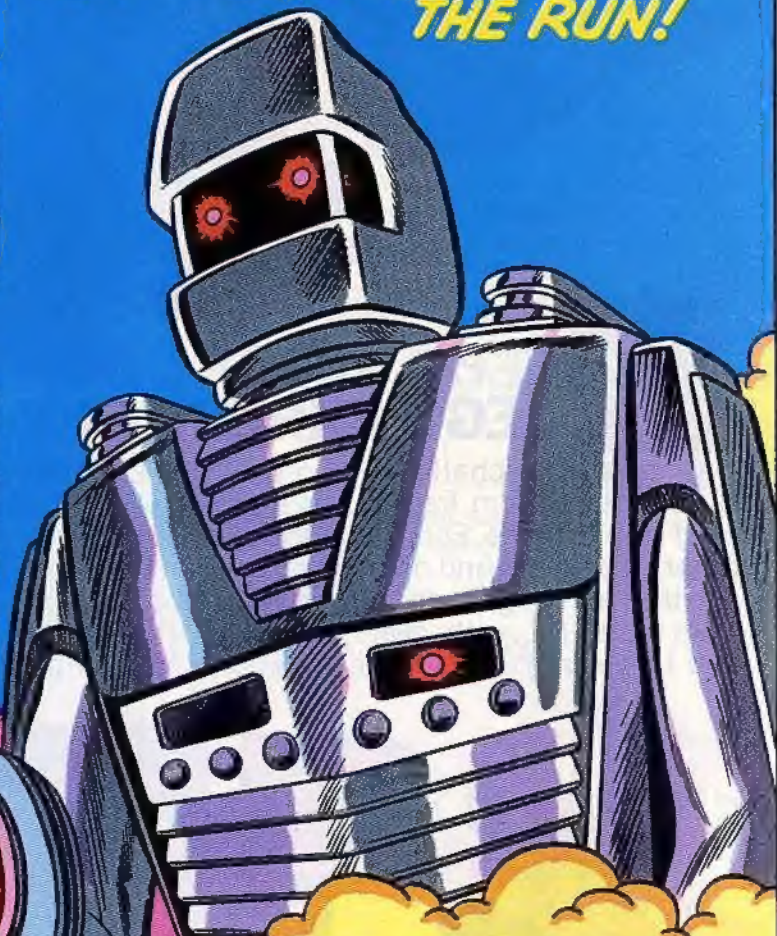
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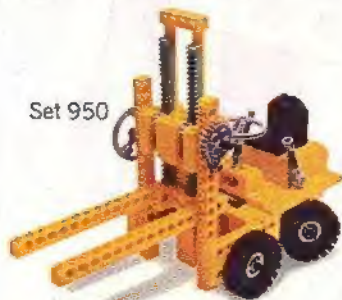


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